

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

MAY 06 REC'D

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

I, Elam P Holley, Jr

Name of the Holding Company Director and Official
CEO & President

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Elam P. Holley, Jr.
5-3-2016

Signature of Holding Company Director and Official

Date of Signature

For holding companies *not* registered with the SEC—

Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID 4506115
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2015

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

First Partners Financial, Inc.

Legal Title of Holding Company

2121 Highland Avenue S

(Mailing Address of the Holding Company) Street / P.O. Box

Birmingham AL 35205
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Andrew Gentry Accounting Operations

Name Title

205-705-1613

Area Code / Phone Number / Extension

Area Code / FAX Number

agency@firstpartnersbank.com

E-mail Address

www.firstpartnersbank.com

Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Form FR Y-6
First Partners Financial, Inc.
Birmingham, Alabama
Fiscal Year Ending December 31, 2015



Report Item

1. First Partners Financial, Inc. does not prepare an annual report for its securities holders. Audited financial statements for the year ended December 31, 2015 are enclosed.

2a. Organizational Chart

First Partners Financial, Inc.
Birmingham, Alabama
Incorporated in Alabama
LEI: N/A

|

|

| 100 %

|

|

First Partners Bank
Birmingham, Alabama
Incorporated in Alabama
LEI: 5493006GU34FMIRHSL35

NOTE: First Partners Financial, Inc. owns 100% of the outstanding common stock of First Partners Bank.

2b. Domestic branch listing provided to the Federal Reserve Bank and included on the next page.

Form FR Y-6
 First Partners Financial, Inc.
 Birmingham, Alabama
 Fiscal Year Ending December 31, 2015

Report Item 2b: Domestic Branch Listing

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	3642308	FIRST PARTNERS BANK	2121 HIGHLAND AVENUE SOUTH	BIRMINGHAM	AL	35205	JEFFERSON	UNITED STATES	463207		FIRST PARTNERS BANK	3642308	
OK		Full Service	4611392	VESTRIDGE BRANCH	1360 MONTGOMERY HIGHWAY, SUITE 100	VESTAVIA HILLS	AL	35216	JEFFERSON	UNITED STATES	Not Required	Not Required	FIRST PARTNERS BANK	3642308	
OK		Full Service	4937663	Huntsville Madison St Br	513 Madison Street	Huntsville	AL	35801	Madison	UNITED STATES	Not Required	Not Required	FIRST PARTNERS BANK	3642308	

Form FR Y-6
 First Partners Financial, Inc.
 Birmingham, Alabama
 Fiscal Year Ending December 31, 2015



Report Item 3: Securities Holders

(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2015			Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/2015		
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Scott Gregory Davis Sr. Testamentary Article 6 GST Trust - Beneficial ownership Cae Allen, Birmingham, AL, USA	USA	135,050 - 9.60% Common Stock			
Elam P. Holley, Jr. Birmingham, AL, USA	USA	77,967 - 5.54% Common Stock			

Form FR Y-6
First Partners Financial, Inc.
Birmingham, Alabama
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include name of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies (include partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Charles A. McCallum, III, Birmingham, AL, USA	Attorney	Director & Chairman	Director & Chairman	Attorney - McCallum, Hoaglund, Cook & Irby, LLP	1.69%	0.00%	McCallum, Hoaglund, Cook & Irby, LLP (70%); MHCI Properties, LLC (33.33%); McCallum Campaign (100%); Mides Development Co., LLP (25%)
Christopher R. Cooper, Birmingham, AL, USA	Transportation Services	Director	Director	President & Owner - Boyd Bros. Transportation, inc.	0.71%	0.00%	Trinity Hotels (33%)
Jane Solomon, Santa Rosa Beach, FL, USA	Government General Contractor	Director	Director	President & Owner - Barlovento, LLC	0.60%	0.00%	Barlovento, LLC (100%)
Kevin B. Kynerd, Santa Rosa Beach, FL, USA	Construction Services	Director	Director	President - Bradford Building Company, inc.	3.02%	0.00%	Bradford Partners, LLC (33.34%); Bradford Building Company, Inc. (100%); MAK Investment Group (33.34%); 2151 Partnership, LLC (100%)
Mark Clark, Birmingham, AL, USA	Surgeon	Director	Director	Oral & Maxillofacial Surgeon - Clark Holmes, Oral Facial Surgery of Alabama	4.54%	0.00%	Oral & Facial Surgery (50%); Clark Surgery Center (100%); Trussville Surgical (50%)
Richard Freese, Birmingham, AL, USA	Attorney	Director	Director	Attorney - Freese & Goss, PLLC	4.74%	0.00%	Freese & Goss, PLLC (50%); Esquire Records, LLC (100%)
William A. Visintainer, Birmingham, AL, USA	Welding Supply Services	Director	Director	CEO and President - Atlas Welding Supply Co., Inc.	1.00%	0.00%	Visintainer Holdings, LLC (49%)
Elam P. Hooley, Jr., Birmingham, AL, USA	N/A	Director, CEO & President	Director, CEO & President	N/A	5.54%	0.00%	Cahaba Ridge Farms (33.3%); Holley Rentals (33.3%); Cahaba Ridge Hunting Lodge (100%)
Kenneth Tiil, Birmingham, AL, USA	N/A	Executive Vice President & Chief Financial Officer	Executive Vice President & Chief Financial Officer	N/A	2.25%	0.00%	Bushwacker, LLC (50%); Seacor, LLC (50%)
Scott Matthews, Birmingham, AL, USA	N/A	Chief Credit Officer	Chief Credit Officer	N/A	0.87%	0.00%	N/A
Art Freeman, Birmingham, AL, USA	N/A	Chief Lending Officer	Chief Lending Officer	N/A	0.30%	0.00%	N/A